**Here To Serve Holding Corp.**




## Part A General Company Information

**Item I** **The exact name of the issuer and the address of its principal executive offices.**

Here To Serve Holding Corp.
Formerly F3 Technologies, Inc. until November 2013

**Item 2** **Company Headquarters**

12540 Broadwell Road, Suite 1203
Milton, GA 30004
(678) 871-7457 phone
(770) 521-0259 fax
www.HTSHC.com

IR Contact:
Jeff S. Cosman
Chairman, CEO
Here To Serve Holding Corp.
12540 Broadwell Road, Suite 1203
Milton, GA 30004
(678) 871-7457 phone
jeff@htshc.com

**Item 3 Security Information**

Trading Symbol: HTSC.PK

Exact title and class of securities outstanding

Common Stock:
CUSIP: 42710U106
Par Value $0.0001
Total shares authorized: 400,000,000 @ 12/31/14
Total shares outstanding: 59,177,334 @ 12/31/14

Preferred A Stock:
CUSIP – NONE
Par Value $0.001
Total shares authorized: 2,000,000 @ 12/31/14
Total shares outstanding: 1,000,000 @ 12/31/14

Preferred B Stock:
CUSIP – NONE
Par Value $0.001
Total shares authorized: 71,210 @ 12/31/14
Total shares outstanding: 0 @ 12/31/14

Transfer Agent
Address: Island Stock Transfer
15500 Roosevelt Boulevard, Suite 301
Clearwater, Florida 33760
Office phone: 727-289-0010
Fax: 727-289-0069

Island Stock Transfer is registered under the Exchange Act.

There are no restrictions on the transfer of securities.

There have been no trading suspension orders issued by the SEC during the last 12 months

**Item 4 Issuance History**

Please see Appendix A attached to this report.

**Item 5 Financial Statements**

**Interim financials are posted as Quarterly Financials:**

1) Balance Sheet
2) Statement of Income
3) Statement of Cash Flows
4) Statement of changes in stockholders' equity
5) Notes to Financial Statements
6) These financial statements are unaudited.

**Item 6 Describe the Issuer's Business, Products and Services.**

**A.** On September 5, 2013, by way of a board resolution and due to a key employee's desire to leave the Company to pursue other interests, Jeffrey Cosman ("Cosman") was appointed as the CEO of the Company and replaced Francis Connor as CEO and Chairman of the Company. Following the resignation of Connor from the Board, Rachel Cosman was appointed to the Board as Secretary. In an Assignment Agreement dated September 5, 2013, Connor assigned 13,000,000 shares of his personal restricted common stock and 2,000,000 of his personal Series "A" Preferred shares to Cosman. There was no financial consideration paid for these shares. This assignment made Mr. Cosman the controlling and majority shareholder of the Company. At the time of this filing Mr. Cosman personally and by way of controlling Legacy Waste Solutions LLC owns or controls 16 million shares, which equates to roughly 27.7% of the common shares issued and outstanding. The Series A Preferred share that Mr. Cosman owns is not convertible into common shares of the Company; however, it shall entitle him to the number of votes, collectively, which shall equal seventy percent (70%) of the total number of votes that may be cast, including the votes of the issued and outstanding common stock as well as any shares of Series A Preferred outstanding.

On November 5, 2013, F3 Technologies, Inc. changed its name to Here To Serve Holding Corp ("HTSHC"), which is its current name. HTSHC repositioned its business focus from software as a service development to being a mobile app based development company.

On May 16, 2014 Here To Serve Missouri Waste Division, LLC, a wholly owned subsidiary of Here To Serve Holding Corp., acquired all the assets of Meridian Waste Services, LLC of Bridgton, Mo. The Assets were purchased for approximately $20,600,000 by way of the issuance of restricted Company stock, cash and Convertible Preferred B Shares, which were issued to the three owners of Meridian Waste services, LLC.

On October 17, 2014, (the "Execution Date"), Meridian Waste Solutions, Inc. entered into that certain Membership Interest Purchase Agreement (the "Purchase Agreement") by and among Here to Serve Holding Corp., a Delaware corporation, as seller ("Here to Serve"), the Company, as parent, Brooklyn Cheesecake & Dessert Acquisition Corp., a wholly-owned subsidiary of the Company, as buyer (the "Acquisition Corp."), the Chief Executive Officer of the Company (the "Company Executive"), the majority shareholder of the Company (the "Company Majority Shareholder") and certain shareholders of Seller (the "Seller Shareholders"), pursuant to which the Acquisition Corp shall acquire from Here to Serve all of Here to Serve's right, title and interest in and to (i) 100% of the membership interests of Here to Serve –Missouri Waste Division, LLC d/b/a Meridian Waste, a Missouri limited liability company ("HTS Waste"); (ii) 100% of the membership interests of Here to Serve Technology, LLC, a Georgia limited liability company ("HTS Tech"); and (iii) 100% of the membership interests of Here to Serve – Georgia Waste Division, LLC, a Georgia limited liability company ("HTS Waste Georgia", and together with HTS Waste and HTS Tech, collectively, the "Membership Interests").

As consideration for the Membership Interests, (i) the Company issued to Here to Serve 9,054,134 shares of the Company's common stock, (the "Common Stock"); (ii) the Company issued to the holder of Class A Preferred Stock of Here to Serve ("Here to Serve's Class A Preferred Stock") 51 shares of the Company's to-be-designated Class A Preferred Stock (the "Class A Preferred Stock"), which Class A Preferred Stock shall have the rights and preferences as described in the Purchase Agreement. (iii) the Company issued to the holder of Class B Preferred Stock of Here to Serve (Here to Serve's Class B Preferred Stock") an aggregate of 71,210 shares of the Company's to-be-designated Class B Preferred Stock (the "Class B Preferred Stock"), (the Common Stock, the Class A Preferred Stock and the Class B Preferred Stock are referred to as the "Purchase Price Shares;"), and (iv) the Company assumed certain assumed liabilities (the "Initial Consideration"). As further consideration, at the closing of the transaction contemplated under the Purchase Agreement, (i) in satisfaction of all accounts payable and shareholder loans, Here to Serve will pay to Company Majority Shareholder $70,000 and (ii) the Company purchased from the then Company Majority Shareholder 230,000 shares of the Company's common stock for a purchase price of $230,000. Pursuant to the Purchase Agreement, to the extent Purchase Price Shares are issued to individual shareholders of Here to Serve at or upon closing of the Purchase Agreement: (i) shares of common stock of Here to Serve held by the individuals will be cancelled (ii) 1,000,000 shares of Here to Serve's Class A Preferred Stock will be cancelled; and (iii) 71,120 shares of Here to Serve's Class B Preferred Stock will be cancelled (the "Additional Consideration").

On October 17, 2014, the directors and majority shareholders of the Company approved the Purchase Agreement and the transactions contemplated under the Purchase Agreement. The directors of Here to Serve and the Here to Serve

Shareholders approved the Purchase Agreement and the transactions contemplated thereunder. This closing of the Purchase Agreement results in a change of control of the Company and the Company changed its business plan to that of HTSMWD.

Currently, the Company remains a holding company controlled by its CEO and Chairman. Since selling the assets of Here To Serve – Missouri Waste Division and the Here To Serve Technology Division, Mr. Cosman has reviewed several business opportunities and will be making announcements to the direction of the Company in 2015. The Company anticipates having significant announcements before the end of the 2015 calendar year.

**B. Date and State (or jurisdiction) of Incorporation;** Issuer was incorporated in Delaware as New Ithaca Corporation on September 22, 1983.

**C. The issuer's primary and secondary SIC Codes:** 9511 & 7372

**D. The issuer's fiscal year end date is:** September 31.

**E. Principal products or services, and their markets;**

Here To Serve is a diversified holding company which owns 3,322,809 common shares or Meridian Waste Solutions, Inc., f.k.a. Brooklyn Cheesecake and Dessert Company.

**Item 7 Describe the issuer's facilities**

As of May 2014 the issuer has signed a sublease agreement for its corporate headquarters at:

12540 Broadwell Road, Suite 1203
Milton, GA 30004

**Item 8 Officers, Directors, Control Persons**

A. Names of Officers, Directors and Control Persons

Mr. Jeffrey S. Cosman, Chief Executive Officer

Mr. Cosman owns and or controls 24,191,666 shares of restricted common stock. Mr. Cosman owns 1,000,000 shares of the Preferred A Stock which

among other designations states: The Series A preferred Shares shall be entitled to the number of Votes, collectively, which shall be equal to seventy percent (70%) of the total number of votes that may be cast (including the votes of the issued and outstanding common stock as well as any voting preferred stock) at the time of such vote, at each meeting (or by written consent) of shareholders of the Corporation for their action or consideration, including the election of directors, Holders of Series A Preferred shares shall vote together with the holders of common shares as a single class.

B. Legal/Disciplinary History

1. None of the forgoing persons have been involved in a criminal proceeding or named as a defendant in a pending criminal proceeding

2. None of the forgoing persons have been involved in nor named in any order, judgment, or decree by any court which enjoined, barred, suspended nor limited them to participate in any type of business activity.

3. None of the forgoing persons have been named in any finding or judgment by any court, the Securities and Exchange Commission, the Commodity Futures Trading Commission, nor any state securities regulator as to a violation of federal or state securities or commodities law.

4. None of the forgoing persons have been named in any order by a self-regulatory organization that barred, suspended, or otherwise limited their involvement in any type of business or securities activity.

C. Beneficial HTSC Shareholders.

Jeffrey S. Cosman, Chief Executive Officer

Mr. Cosman owns and or controls 24,191,666 shares of restricted common stock. 12540 Broadwell Road, Suite 1203, Milton, GA 30004

Item 9 Third Party Providers

Corporate - Legal Counsel
Richard J. Dreger, Attorney at Law, P.C.
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Building 700, Suite 730
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Auditors
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7280 W. Palmetto Park Road, Suite 308-N
Boca Raton, FL 33433
Phone: 561 826 8576 (direct)
561 756 9250 (main)
Fax: 561 826 8936
www.dp-cpas.com

Item 10 Issuer's Certifications

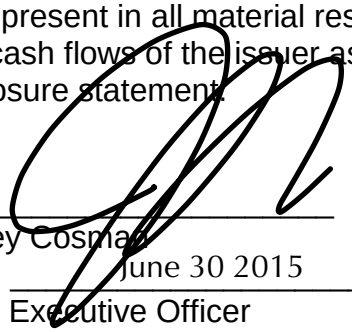
December 31, 2014
I, Jeffrey Cosman, certify that:

1. I have reviewed this quarterly disclosure statement of Here To Serve Holding Corp.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such

statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operation and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.



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Jeffrey Cosman
Date: June 30 2015
Chief Executive Officer